

TEMBO NICKEL CORPORATION LIMITED

Tanzanian Registered Company Number 149494871
(the **Company**)

Registered Office: Kimbiji House, Plot 344, Toure Drive, Oysterbay, P.O, Box 80512, Dar es Salaam, Tanzania.

WRITTEN RESOLUTIONS OF THE DIRECTORS OF THE COMPANY

DATED 19TH June 2025

Pursuant to Article 71 and 84 of the Company's Articles of Association, we, the undersigned being the being all the Directors of the Company for the time being entitled to receive notice of, attend and vote at board meetings of the Company, hereby unanimously pass the following resolutions and agree that the said resolutions shall for all purposes be valid and effective as if the same had been passed at a board meeting of the Company duly convened and held.

A. WHEREAS:

1. The Company intends to submit a formal application to the Tanzania Investment Centre (TIC) for the issuance of a certificate of incentives (the **TIC Application**).
2. The draft documents in support of the TIC Application have been presented to the Directors of the Company for their review and approval. These documents include, but are not limited to the Company's:
 - a) business plan;
 - b) financing plan;
 - c) marketing plan;
 - d) investment costs and sources of finance;
 - e) investment funds expenditure breakdown;
 - f) implementation schedule; and
 - g) financial projections.

(all of which are hereinafter collectively referred to as the **Supporting Documents**).

B. RESOLUTIONS

The Directors **RESOLVE** (in the best commercial interests of the Company, for the benefit of its members as a whole):

1. The Company shall proceed with the preparation and submission of TIC Application to TIC in accordance with the applicable laws of Tanzania.
2. The Management of the Company be and are hereby authorised to take all necessary steps, provide all required information, and execute all relevant documents in connection with the TIC Application, including but not limited to the preparation of the Supporting Documents and any other legal documentation required by the TIC in connection with the TIC Application.

3. That Benedict Busunzu, holding the position of Chief Executive Officer and Frank Kilua holding the position of the Chief Financial Officer, be and are hereby authorised to liaise with the TIC, represent the Company in all matters related to the TIC Application.
4. The common seal of the Company be affixed to the TIC Application and Supporting Documents (the **Approved Documents**) (where required by law), and that any two Directors or a Director of the Company and Company Secretary be and are hereby, authorised to sign and witness the affixing of the common seal of the Company to the Approved Documents.
5. Any Director of the Company be and is hereby authorised, on the Company's behalf, to agree any amendments to the Approved Documents which he considers in his/her absolute discretion necessary or appropriate.
6. To the extent that any authorised signatory has already negotiated, settled, or signed the Approved Documents and/or other deeds or documents necessary for the implementation of the Approved Documents on behalf of the Company, their actions are hereby ratified.
7. The Company Secretary is hereby authorised to, for and on behalf of the Company, undertake and complete all the administrative procedures required in their capacity as Company Secretary to give effect to the above resolutions.

These written resolutions may be executed in one or more counterparts, all of which when taken together shall constitute one instrument.

Christopher Michael Showalter | 7:05:44 PM PDT

Christopher Michael Showalter
Director

Keith Stuart Liddell | 8:00:32 PM PDT

Keith Stuart Liddell
Director

Gerick Mouton | Jun-19-2025 | 2:47:02 AM BST

Gerick Mouton
Director

Nehemiah Osoro

Nehemia Eliakim Osoro
Director

Royal Lyanga | Jun-19-2025 | 6:11:34 AM BST

Royal Lyanga
Director